

UNITED STATES DISTRICT COURT
FOR THE
DISTRICT OF MASSACHUSETTS

_____)	
FIT TECH, INC., PLANET FITNESS)	
CENTER, INC., PLANET FITNESS)	
CENTER OF MAINE, INC., PLANET)	
FITNESS CENTER OF DARTMOUTH,)	
INC., PLANET FITNESS CENTER OF)	
SALEM, INC., PLANET FITNESS)	
CENTER OF BRIGHTON, INC.,)	
STRATFORD FITNESS CENTER, INC.,)	
DAVID B. LAIRD and SCOTT G.)	
BAKER,)	
Plaintiffs,)	Civil Action No.
)	05-10471-MEL
vs.)	
)	
BALLY TOTAL FITNESS HOLDING)	
CORPORATION, HOLIDAY)	
UNIVERSAL, INC. PAUL TOBACK,)	
LEE HILLMAN, and JOHN DWYER,)	
Defendants.)	
_____)	

**ASSENTED-TO MOTION OF DEFENDANTS BALLY TOTAL FITNESS
HOLDING CORPORATION, HOLIDAY UNIVERSAL, INC., AND PAUL
TOBACK FOR ENLARGEMENT OF TIME IN WHICH TO RESPOND TO
PLAINTIFFS' FIRST AMENDED COMPLAINT**

Defendants Bally Total Fitness Holding Corporation, Holiday Universal, Inc. and Paul Toback (together, "Bally") respectfully request that the Court enlarge the time for them to file a response to Plaintiffs' First Amended Complaint to and including July 18, 2005. As grounds for this Motion, Bally states as follows:

1. Plaintiffs' filed this action on March 11, 2005 and filed their First Amended Complaint on May 13, 2005. A related case is pending before the Court, styled as Fit Tech, Inc., et al v. Bally Total Fitness Holding Corporation, et al. (D. Mass Civ.

No. 03-10295 MEL) (“2003 Action”). The parties and the claims in this case and the 2003 Action overlap significantly.

2. Bally requires and requests the additional time (approximately one month) to allow it to analyze the claims in the First Amended Complaint and to prepare its response, likely in the form of a motion to dismiss all or some of the claims asserted.

3. Plaintiffs, by their counsel, have assented to this Motion.

WHEREFORE, Defendants Bally Total Fitness Holding Corporation, Holiday Universal, Inc., and Paul Toback, respectfully request that the Court grant them until and including July 18, 2005 to file a response to Plaintiffs’ First Amended Complaint.

Respectfully submitted,

Defendants,
BALLY TOTAL FITNESS
HOLDING CORPORATION,
HOLIDAY UNIVERSAL, INC., and
PAUL TOBACK,

By their attorneys,

/s/ Heidi A. Nadel

Howard M. Cooper (BBO #543842)

Juliet A. Davison (BBO #562289)

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Dated: June 2, 2005

LOCAL RULE 7.1(A)(2) CERTIFICATION

I, Juliet A. Davison, hereby certify pursuant to Local Rule 7.1(A)(2) that I have conferred with opposing counsel, Stephen Rider, Esq., and Mr. Rider has, on behalf of Plaintiffs, assented to this Motion.

Dated: June 2, 2005

/s/ Juliet A. Davison

Juliet A. Davison